

BYLAWS OF THE HOUSING AUTHORITY OF THE CITY OF SALEM, OREGON

ARTICLE I - THE AUTHORITY

Section 1. - Name of Authority. The name of the Authority will be "Housing Authority of the City of Salem, Oregon" as duly designated Housing Authority in accordance with the Council Resolution No. 2000-12, adopted February 7, 2000.

Section 2. - Seal of Authority. The seal of the Authority shall be in the form of a circle and shall bear the name of the Authority and the year of its organization.

Section 3. - Office of Authority. The offices of the Authority shall be at such a place in the City of Salem, State of Oregon, as the Commissioners of the Authority from time to time may designate by resolution.

Section 4. - Commissioners of Authority. The powers of the Authority shall be exercised by a commission of nine members ~~appointed by resolution of the Council of the City of Salem.~~ Eight commissioners shall be the eight City Councilors of the City of Salem. The ninth member shall be appointed by resolution of the Salem City Council, and be a "resident who receives direct assistance from the Authority" ("Resident Commissioner").

Section 5. - Terms and Compensation of Commissioners. ~~The term of each of the eight commission members who are members of the Salem City Council shall coincide with their term as city councilor. The term of the Resident Commissioner shall begin on the date of appointment, and shall be limited to a single consecutive full term of four years, not including any partial term. Notwithstanding any term of original appointment, the commissioners who hold office on September 4, 2001, shall serve a term of office that expires four years after commencement of the term of office. Thereafter, commissioners shall be appointed by resolution in the same manner as their original appointment for a term of office of four years except that all vacancies shall be filled for the unexpired term. A resident commissioner shall be limited to a single term of four years. A councilor of the City of Salem serving as a commissioner shall not be eligible to serve longer than that member's term of office on the Salem City Council.~~ The commissioners shall receive no compensation but may be reimbursed for duly authorized expenses.

ARTICLE II- OFFICERS

Section 1. - Officers. The officers of the Authority shall be a Chair, a Vice-Chair, an Executive Director, a Treasurer, and a Recording Secretary.

Section 2. - Chair. The President of the Council of the City of Salem shall be ex-officio ~~Chair~~ the presiding officer of the Commission. The Chair shall preside at all meetings of the ~~Authority~~ Commission, shall preserve decorum and decide all points of order at meetings, subject to appeal to the Commission. ~~At each meeting, the Chair shall submit such recommendations and information considered proper concerning the business, affairs, and policies of the Authority.~~

Section 3. - Vice-Chair. At a February meeting of each calendar year, the Authority shall select a Vice-Chair from among its commissioners. The Vice-Chair shall perform the duties of the Chair in the absence or incapacity of the Chair.

Section 4. - Executive Director. The Executive Director shall be the chief executive officer and ~~head of the administrative branch of the Authority, and~~ shall be responsible ~~to the Authority~~ for the proper administration of ~~its affairs and administer the affairs of~~ the Authority in accordance with Federal, State, and local laws. The Executive Director shall sign all contracts, deeds, and other instruments made by the Authority, except ~~as otherwise authorized by resolution of the Authority~~ as the Executive Director may lawfully delegate. The Executive Director, or designee, shall:

(a) Attend all meeting of the Commission unless excused by the Chair,~~The Executive Director shall cause to have prepared plans, reports, and other necessary matters concerning any given Housing project, and shall report from time to time to the Authority on the status of the Housing Program.~~

(b) Keep the Commission advised of the affairs and needs of the Authority,~~The Executive Director shall have control over all personnel directly employed by the Authority on a full-time or part-time basis, and shall see that all contracts of the Authority are carried out in the best interest of the Authority under appropriate law.~~

(c) Appoint, supervise, control, discipline and remove appointive personnel,

(d) Organize the administrative structure of the Authority,

(e) Prepare and transmit to the Commission an annual budget for the Authority,

(f) Supervise Authority contracts,

(g) Supervise the operation of all Authority owned or managed property,

(h) The City Manager of the City of Salem, or the City Manager's designee, shall act, ex-officio, as the Executive Director of the Authority.

(~~ei~~) For the purposes of ORS 456.105(~~54~~), the Executive Director shall be considered the secretary of the Authority and attest the authorized signature on Authority bonds.

Section 5. - Treasurer. The ~~Finance Director of the City of Salem~~Executive Director, or the Executive Director's designee, shall act, ex-officio, as the Treasurer of the Authority. The Treasurer shall be responsible for the fiscal administration of all funds of the Housing Authority. The Treasurer, or designee, shall act as a signer of checks ~~or shall designate a signer of checks,~~ drawn upon the accounts of the Authority, ~~and shall be responsible for the fiscal accounts of the Authority.~~

Section 6. - Recording Secretary. The City Recorder of the City of Salem shall act, ex-officio, as the Recording Secretary of the Authority. The Recording Secretary, when authorized by the Executive Director, shall keep the official records of the Authority, attest signatures of the Authority other than bonds, certify copies of Authority documents, and perform ~~such~~ other duties required of a recording secretary. The Recording Secretary shall keep in safe custody the Seal of the Authority and shall affix such Seal to all ~~contracts and instruments~~ documents as required by law authorized to be executed by the Authority.

Section 7. - Additional Duties. The officers of the Authority shall perform such other duties and functions as may from time to time be required by the Commission, ~~these or the~~ Bylaws, ~~or~~ rules or regulations of the Authority.

Section 8. - Additional Personnel. The Authority may from time to time employ such personnel as it deems necessary to exercise its powers, duties, and functions as prescribed by the laws of the State of Oregon applicable thereto. The creations and compensation of positions shall be determined by the Authority.

ARTICLE III - MEETINGS

Section 1. - Regular Meetings. The Commission shall hold one regular meeting per month, on any day that is not a holiday. ~~Regular meetings shall be evening meetings, to be held on the second Monday of each month. To the extent practical, M~~meetings ~~are shall be~~ held on the same evening day as meetings of the Salem City Council ~~and or~~ Urban Renewal Agency of the City of Salem. Meetings of the ~~Authority Commission~~ may be called to order before or after meetings of the City of Salem and the Urban Renewal Agency for the City of Salem, but shall adjourn no later than 10:00 p.m. Regular meetings shall be held in the Council Chambers of the ~~Salem City Council~~ City of Salem. ~~In the event a regularly scheduled meeting falls on a legal holiday, the meeting shall be held on the next day which is not a holiday.~~

Section 2. - Special Meetings, Work Sessions and Executive Sessions. Special meetings, which include work sessions, may be called by the Chair, the Executive Director, or upon the written request of two commissioners ~~of the Authority~~. The call for a special meeting of the ~~Authority Commission~~ shall be for the purpose of transacting any lawful business designated in the call. Notice of special meeting shall be provided to each commissioner at least twenty-four hours prior to the date of such special meeting. The Commission may, by motion, direct staff to take certain actions at a work session, but shall defer final action or decision on substantive policy issues to a Commission meeting other than a work session. At such special meeting no business shall be considered other than as designated in the call, but if all of the commissioners of the Authority are present at a special meeting, any and all business may be transacted at such special meeting upon unanimous consent of the Authority. To the ~~greatest~~ extent practicable, special meetings should be held on the fourth Monday in the month. Executive sessions, as allowed by state law, may be called by the Chair, by request of five Commissioners, the Executive Director, or the Authority's legal counsel. Only Commission members, and designated staff, may attend executive sessions. No matter discussed during an executive session may be disclosed by any person present during such session.

Section 3. - Quorum. Five commissioners shall constitute a quorum for the purpose of conducting its business and exercising its powers and for all other purposes, but a smaller ~~number~~ may adjourn from time to time until a quorum is obtained. Action may be taken by the ~~Authority Commission~~ upon a vote of a majority of those commissioners ~~present and voting~~.

Section 4. - Order of Business. At ~~the~~ regular ~~meetings~~ of the ~~Authority Commission~~ the following shall be the order of business:

- (1) Roll Call
- (2) Public Comment
- (3) Consent Calendar (minutes, action items and resolutions)
- (4) ~~Special Order of Business~~Hearings
- (5) ~~Unfinished Business~~Special Orders of Business (items deferred from the consent calendar, items of special importance to the Commission, and presentations from boards, commissions, or outside agencies)
- (6) ~~New Business~~Information Reports
- (7) Adjournment

Section 5. - Manner of Voting.

- a. Voting on all matters coming from the ~~Authority Commission~~ shall be by voice; provided however, the presiding officer may request a roll call vote ~~and the ayes, noes and abstentions shall be recorded in the minutes.~~
- b. Minutes, Aall resolutions and items requiring action by the Commission may be placed on the Consent Calendar- and adopted as a group, except that ~~should any commissioner of the Authority object may direct that any item on the consent calendar may be removed for separate consideration, the resolution objected to shall be removed from the Consent Calendar for separate consideration.~~

Section 6. - Robert's Rules. In all cases not provided for by these rules or provisions of ORS Chapter 192 and ORS Chapter 456, the proceedings of the Commission shall be governed by "Robert's Rules of Order".

ARTICLE IV- AMENDMENTS

Amendments to Bylaws. The Bylaws of the Authority shall be amended only with the approval of at least five of the commissioners of the ~~Authority Commission~~ at a regular or ~~a~~ special meeting, but no such amendment shall be adopted unless at least seven days' written notice thereof has been previously given to all of the commissioners of the Authority. Such notice shall identify the section or sections by the Bylaws proposed to be amended.

ADOPTED by the Housing Authority of the City of Salem, Oregon this ~~4th~~ ____ day of ~~May, 2009~~ ____.

Executive Director

ATTEST: _____
Recording Secretary